

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
Debtors)	Objection Deadline: 3/30/06 at 4:00 p.m.

SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS SPECIAL LITIGATION COUNSEL AND AS ORDINARY COURSE PROFESSIONALS FOR W.R. GRACE & CO., ET AL., FOR THE MONTHLY PERIOD OF DECEMBER 1, 2005, THROUGH DECEMBER 31, 2005, FOR THE QUARTERLY FEE PERIOD OF OCTOBER-DECEMBER 2005

Name of Applicant:	<u>Woodcock Washburn LLP</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention as Special Litigation Counsel:	<u>Retention Order entered January 22, 2003</u>
Date of Retention as Ordinary Course Professional:	<u>Order Permitting Expansion of Services entered April 15, 2005, on application made February 11, 2005.</u>
Period for which compensation and reimbursement is sought	<u>December 1, 2005, through December 31, 2005</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$4,340.00</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$ 12.38</u>

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarc, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of December 2005. This is the 36th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock. The first 26 applications (covering the monthly periods January 2003 through February 2005) were limited to fees and expenses in connection with the specific matter for which Applicant had been retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota (the "Intercat suit"). On April 15, 2005, based on a motion made by Debtor on February 11, 2005, the Bankruptcy Court entered an order authorizing Woodcock to provide further services to Debtor in ordinary course in the field of intellectual property. This is the tenth monthly application that includes such ordinary course fees and expenses.

All monthly applications filed previously with the Court by Woodcock are identified in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 - 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 - 2/28/03	June 9, 2003	29,216.00	684.22
3/1 - 3/31/03	June 9, 2003	14,351.00	647.43
4/1 - 4/30/03	June 3, 2003	14,268.50	244.41
5/1 - 5/31/03	July 11, 2003	20,293.50	703.19
6/1 - 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 - 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1 - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 - 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 - 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 - 11/30/03	January 23, 2004	46,329.50	22.29
12/1 - 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 - 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63

4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98
11/1 - 11/30/04	January 14, 2005	203,792.00	29,179.11
12/1 - 12/31/04	February 11, 2005	164,958.00	92,377.99
1/1 - 1/31/05	March 18, 2005	176,884.00	28,342.86
2/1 - 2/28/05	April 15, 2005	157,122.50	125,892.70
3/1 - 3/31/05	May 10, 2005	196,913.00	143,160.77
4/1 - 4/30/05	June 21, 2005	124,598.70	6,544.89
5/1 - 5/31/05	July 20, 2005	198,043.00	45,257.99
6/1 - 6/30/05	August 11, 2005	82,795.50	28,829.43
7/1 - 7/31/05	September 15, 2005	53,078.50	578.90
8/1 - 8/31/05	October 12, 2005	44,755.00	4,009.23
9/1 - 9/30/05	November 22, 2005	47,211.00	146.73
10/1 - 10/31/05	December 16, 2005	18,168.50	665.33
11/1 - 11/30/05	January 31, 2006	11,158.00	17.20
TOTAL		\$2,846,782.00	\$764,003.27

In the Intercat suit, all fees as for which application is made, shown in the attached detail, were in the category "Litigation and Litigation Consulting. Disbursements attributable to this category of services, as shown in the attached schedule, were \$12.38.

The Woodcock professionals who rendered services in the Intercat suit during the Fee Period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$490.00	7.2	\$3,528.00
Karen Whitney	Associate	2001	IP Litigation	\$235.00	1.4	\$329.00

Total Fees: \$3,857.00
 Blended Rate: \$448.00

During this fee period, Woodcock provided ordinary-course, intellectual property services in connection with one matter, which is detailed in the attached fee schedule for each

matter. The Woodcock professionals who rendered ordinary course services during the fee period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$490.00	0.3	\$147.00

Total Fees: \$147.00
 Blended Rate: \$490.00

In addition to the fee totals above, this application includes additional fees of \$336.00 (representing 0.8 hours by Gary Levin at \$490/hour) for preparation of the monthly petitions in the category Fee Application, Applicant.

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$4,340.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$3,472.00) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$12.38); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted

Gary H. Levin
 Woodcock Washburn LLP
 One Liberty Place – 46th Floor
 Philadelphia, PA 19103
 (215) 568-3100
 levin@woodcock.com

Dated: February 13, 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. GRACE & CO., *et al.*²)
Debtors) Case No. 01-01139 (JKF)
) (Jointly Administered)
) Objection Deadline: *3/30/06 at 4:00p.m.*

FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION
FOR THE PERIOD DECEMBER 1, 2005 THROUGH DECEMBER 31, 2005

² The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circce Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Datrex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarc, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, OC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Intercat v. Nol-Tec
Civil Action No.: 0:03CV4886
United States District Court
District of Minnesota

12/01/2005	GHL	Development of protocol for loader programming and operation;	1.50
12/06/2005	GHL	Telephone conference with Intercat counsel regarding identification of Settled Loaders to be included in Agreement; telephone conference with Mr. Maggio regarding same; review of comments from counsel for creditors on proposed Agreement as received from Mr. Maggio and conference regarding same;	0.70
12/07/2005	KMW	Summary of loader interrogatory discovery.	0.80
12/08/2005	GHL	Review of proposed additions for Loader Protocol as suggested by Mr. Maggio; further work on developing finalized list of Licensed Loaders, including investigation of status of Clemtex fresh catalyst loaders and Pneumix loaders, and telephone conference with Mr. Maggio regarding same;	0.80
12/08/2005	KMW	Analysis of depositions and summary of loader testimony.	0.60
12/09/2005	GHL	Review of communications relating ot Settled Loader list, and review of record citations to correlate to loaders on list; review of further communications from Mr. Maggio regarding loader protocol and royalty calculations, and telephone conference with Mr. Maggio regarding same;	1.40
12/13/2005	GHL	Work on revisions to Settlement Agreement and identification and characterization of pre-settlement loaders, telephone conference with Messrs. Maggio and Jordan regarding same, negotiation with Intercat counsel regarding identification of Settled Loaders	1.80
12/14/2005	GHL	Further work on Settlement Agreement, review of final versions of the agreements, responding to questions from counsel for creditors' committee, with consultation with Grace representatives for same; telephone conference with Nol-Tec counsel regarding agreement finalization	1.00

SERVICES	\$	3,857.00
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GHL

GARY H. LEVIN

7.20 hours at \$ 490.00

KMW KAREN MILLANE WHITNEY 1.40 hours at \$ 235.00

DISBURSEMENTS:

POSTAGE & DELIVERY	12.38
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DISBURSEMENT TOTAL	\$ 12.38
SERVICE TOTAL	\$ 3,857.00
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INVOICE TOTAL	\$ 3,869.38
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WRG-0071
**STUDY OF THIRD PARTY PATENTS DIRECTED
TO CEMENT COMPOSITION PLASTICIZER**

12/01/2005	GHL	Telephone conference with Mr. Baker regarding strategy for plasticizer patents.0.30	0.60
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SERVICES \$ 147.00

	GHL	GARY H. LEVIN	0.30	hours @	\$490.00
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INVOICE TOTAL \$ **147.00**